**Proposal to Restructure NEC**

Below is a proposed restructuring (per constitutional amendment(s)) of the current composition and governance structure of the National Executive Committee.

This proposal comes at a time of great change within, and outside of, the Guild and the need to have a governance body that is nimble and responsive to the needs of the organization, which increasingly include developing and implementing a diversified fundraising strategy, on-going assessment and analysis of our finances, review of policies and procedures (including in the past year alone: union and staff issues as they arise, handling complaints and grievances, trademark issues and developing anti-harassment and sexual harassment policies). In addition, we are sorely in need of developing membership recruitment strategies and tools, creating campaigns and supporting National Office staff in recruitment and retention of members. In addition, we need to ensure that our board is meeting its fundraising and fiscal and legal oversight requirements.

All of these core areas of governance are crucial to the survival of the Guild at a minimum, and ultimately to our growth and expansion. They are the core functions of most boards of directors, yet have at times been diminished, disregarded or dismissed in lieu of other priorities established by the NEC. This proposal aims to restore those core functions to develop a NEC that is composed of a body of members who bring critical skills, knowledge, experience and passion to reviving the Guild.

In sum, our current challenges are:

* Comprehensive fundraising strategy and capacity to implement (any) strategy
* Assessment and analysis of our finances (beyond Treasurer and President with NO staff)
* Development & review of policies and procedures (including in the past year alone: union and staff issues as they arise, handling complaints and grievances, trademark issues and developing anti-harassment and sexual harassment policies).
* Membership recruitment & development strategies and tools,
* Board requirements: fundraising and fiscal and legal oversight.
* Unclear NEC member job/role expectations
* Lack of shared responsibility and work between NEC co-chairs
* Inadequate coordination and communication between co-chairs
* High turnover in committee and regional leadership
* High learning curve for NEC participation

**Current body structure**

The NEC is currently composed of approximately 40-45 members and consists of executive officers, including the President, Treasurer, two Executive Vice-Presidents, two Student Vice-Presidents and a Legal Worker VP, as well as Co-Regional Vice-Presidents, three National Vice-Presidents and the leadership of ten committees who applied and were selected to serve on the NEC each year. The size of the body has expanded over the years with the addition of co-chairs to committees and regions. While the intention was that there would be shared responsibility and work between co-chairs, the reality is that rarely is there adequate coordination and communication between co-chairs regarding NEC meetings and responsibilities, and each year there is turnover in committee and regional leadership, creating a high learning curve each year for new members to learn the NEC, including responsibilities, structure and scope of governance.

One challenge is that when Committee chairs or co-chairs are elected at the convention by their Committee members, they believe (and rightly so) that they are running for their Committee’s leadership, but are generally unaware that by default they may very well become a member of the NEC with all the implications involved, including a minimum $500/yr fundraising responsibility and governance responsibility. Attendance at NEC meetings is not always consistent, and participation is not always meaningful for Committee chairs/co-chairs who don’t yet fully understand the structure and purpose of the NEC, and may not be in Committee leadership long enough to learn it. In the meantime, the core functions of the NEC and the governance of the organization suffers while key tasks remain unattended.

**Proposed body structure**

**National Executive Committee** (**NEC)**

In brief, this proposal contemplates a smaller NEC that includes geographic representation and committees/projects representation (in addition to EC members), but primarily centers needed skills, expertise, knowledge, interest and capacity to serve on the NEC and meet fundraising requirements. The size of the NEC could be reduced to approximately 20 members, who could include nominees from anywhere and anyone, including all projects and committees, and would be cycled through a Nominations Committee.

**Advisory Council (AC)**

This proposal would create a separate Advisory Council. Representatives from all the committees, caucuses, tasks forces, projects, and groups would meet on a quarterly basis to discuss their work, cross-sectional work and ways we could be better communicating, working together and sharing our work, and discussing policy and political issues. This group would be self-organized meet quarterly by phone, or in person if committees and caucuses raise funds and plan the events. The National Office and NEC would not be tasked with fundraising for this group. The meetings would be staggered in between NEC meetings, so the AC could make requests for the NEC to take action and to report back. The President, EVPs and ED will be required to attend. The rest of the EC is invited, but not required to attend.

***In substance***,

1. The NEC would consist of standing committees that carry out the work of the board, including a Finance Committee, Fundraising/Development Committee, Governance Committee, and a Convention Committee to handle coordination of convention logistics with the host chapter each year. Ad hoc committees can be created on an as-needed basis. Guild members can serve as at-large members in a non-voting capacity on various committees while not necessarily serving as a member of the NEC where their experience and expertise would lend value to the committee and they are interested in doing so.
2. TUPOCC members would still be guaranteed two spots on the board, as would one Legal Worker VP and one Queer Caucus representative. Discussion can take place regarding whether the two Law Student VPs would continue to have one spot on the NEC or could perhaps instead serve on various committees in an at-large capacity, given interest and availability (such as the Convention Committee).
3. Each region will continue to have one representative responsible for coordinating regional convenings and organizing local chapters and representation on the board, however the configuration of the regions will be reevaluated to determine adequate geographic representation and reach. The goal of maintaining regional representation is membership development and support of substantive work of chapters. Full regional representation can include adopting some of the past National Vice-President role of membership development and programmatic work happening in the region, which falls within the purview of the RVPs as well. Maintaining national representation will hopefully help us grow membership in regions where membership is under-represented. The regional representation on the NEC committees could further anti-oppression work and move NLG resources and focus to areas that traditionally had less NLG members.
4. The new position of Ombudsman as proposed would serve on the Governance Committee and be responsible for protocol, receiving and coordinating responses to grievances and complaints and overseeing Board compliance with organizational documents.
5. We will continue to have an Executive Council consisting of the President, a Treasurer, two Executive Vice-Presidents, and the new position of Secretary [https://docs.google.com/document/d/1nXuH0EgpmlgJfBOBokbHobYfmPcGPCaT2FXIT](https://docs.google.com/document/d/1nXuH0EgpmlgJfBOBokbHobYfmPcGPCaT2FXITg)fFpSE/edit?ts=56eaff6d.
6. The benefit of having a smaller, more nimble and focused NEC is to work in greater partnership with the National Office staff, remove some of the burden from them of tasks that fall to the NEC but often get relegated to NO staff (such as fundraising tasks), and ultimately begin to delve more in-depth to the organizational development work and governance of the Guild.
7. Currently, not all of the Guild committees are represented on the NEC and the current NEC structure doesn’t provide for the ability to engage in committee work on the NEC level while adequately meeting the governance needs of the institution. Thus, in order to engage a fuller body on issues related to certain policy decisions and/or controversial issues, this proposal contemplates the creation of a separate Advisory Committee that could be made up of representatives from all of our committees (approximately 15-20) and could meet on a quarterly basis to discuss their work, cross-sectional work and ways we could be better communicating, working together and sharing our work, and discussing policy and political issues. Members of the EC could also sit on it, with standing “seats” for the President, EVPs and ED.
8. This proposal, once voted on and put into effect in August 2016, will go into effect immediately, with a transition period of six months.

***In sum***, the proposed changes are:

* Reduce size of NEC from 40-45 to approximately 20-25
* Eliminate the following positions:
	+ NVP
	+ Committee representation: Eliminate all committees except for TUPOCC and Queer Caucus. Committee reps will participate on Advisory Committee instead .
	+ Student Vice-President Co-Chair (only have one student representative attend).
	+ All Co-Chair positions (positions will be filled by one person)
* For discussion:
	+ Staff vote (except Executive Director as ex-officio member)
* Proposed new positions:
	+ Secretary
	+ Ombudsperson
* Proposed Executive Council (EC):
	+ President
	+ Treasurer
	+ Secretary (new position)
	+ Legal Worker VP
	+ Law Student VP
	+ Executive Vice-President (1)
	+ Executive Vice-President (2)
* Proposed NEC would then consist of EC member positions, plus:
	+ TUPOCC member (1- one vote)
	+ TUPOCC member (2 - one vote)
	+ Law Student VP (1)
	+ Legal Worker VP (1)
	+ ARC representative (1)
	+ Queer Caucus representative (1)
	+ Far West Regional (1)
	+ Mid-Atlantic Regional (1)
	+ Mideast Regional (1)
	+ Midwest Regional (1)
	+ Northeast Regional (1)
	+ Northwest Regional (1)
	+ South Regional (1)
	+ Southwest Regional (1)
	+ Texoma Regional (1)
	+ Staff (2)

The proposed body structure would include the newly reduced number of members, plus several standing committees, including:

* Finance Committee
* Fundraising/Development Committee
* Governance Committee (would also handle nominations)
* Convention Committee
* Ad hoc committees (as-needed basis). Non NEC members can join on a non voting basis.

**Job Descriptions**

Separate amendment to add job descriptions to the constitution, and to add an Ombudsman position are also being proposed. You can cross reference the

Current position descriptions here

<https://docs.google.com/document/d/15QpvUi_NMZHszDgjahbanPCy9kdMBlVQySf1qIkjOak/edit?usp=drive_web>

Ombudsperson proposal

<https://docs.google.com/document/d/1otdGExfFF8KSgFRvQnAiBDaefGTloYbNvnQK6yTGyDE/edit>

**Proposed timeline**

This proposal contemplates creating a small working group after the January 2016 meeting of the NEC to prepare and draft the necessary constitutional amendments, and subsequent changes to the by-laws, for vote at the 2016 convention in New York.